

D. ANTHONY RODRIGUEZ (CA SBN 162587)  
EVI K. SCHUELLER (CA SBN 237886)  
MORRISON & FOERSTER LLP  
425 Market Street  
San Francisco, California 94105-2482  
Telephone: 415.268.7000  
Facsimile: 415.268.7522  
Email: DRodriguez@mofo.com  
Email: ESchueler@mofo.com

MICHAEL B. FISCO (MN No. 175341)  
ABBY E. WILKINSON (MN No. 0313981)  
(*Pro hac applications granted*)  
FAEGRE & BENSON LLP  
90 South Seventh Street, Suite 2200  
Minneapolis, Minnesota 55402-3901  
Telephone: 612.766.7000  
Facsimile: 612.766.1600  
Email: mfisco@faegre.com  
Email: awilkinson@faegre.com

Attorneys for Defendant U.S. Bank Trust National Association,  
in its capacity as Indenture Trustee

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA  
SAN JOSE DIVISION

FINISAR CORPORATION, a Delaware  
corporation,

Plaintiff,

v.

U.S. BANK TRUST NATIONAL  
ASSOCIATION, a national banking association,  
not in its individual capacity, but solely in its  
capacity as Indenture Trustee on behalf of all  
Holders of Finisar Corporation's 5¼%  
Convertible Subordinated Notes due 2008, 2½%  
Convertible Senior Subordinated Notes due 2010,  
and 2½% Convertible Subordinated Notes due  
2010, and DOES 1 through 10, inclusive,

Defendants.

Case No. C 07-4052 JF (PVT)

**DECLARATION OF EDWARD T.  
WAHL IN SUPPORT OF U.S.  
BANK TRUST NATIONAL  
ASSOCIATION'S RESPONSE TO  
PLAINTIFF FINISAR  
CORPORATION'S MOTION:  
(1) TO COMPEL PRODUCTION  
OF DOCUMENTS; (2) TO  
COMPEL DEPOSITION  
TESTIMONY; (3) FOR  
ADDITIONAL TIME TO  
COMPLETE DEPOSITION; AND  
(4) FOR MONETARY  
DISCOVERY SANCTIONS**

Date: June 17, 2008  
Time: 10:00 a.m.  
Location: Courtroom 5, 4<sup>th</sup> Floor  
Magistrate Patricia V. Trumbull

1 I, Edward T. Wahl, declare:

2 1. I am an attorney with Faegre & Benson LLP ("Faegre & Benson"), and I am duly  
3 authorized to submit this affidavit on behalf of Faegre & Benson, as counsel to U.S. Bank Trust  
4 National Association, in its capacity as indenture trustee ("U.S. Bank"), in this matter. I submit  
5 this Declaration in connection with U.S. Bank's response ("Response") to Finisar Corporation's  
6 motion to: (1) compel production of documents; (2) compel deposition testimony; and (3) grant  
7 additional time to complete deposition, and its separate motion for monetary discovery sanctions.

8 2. Attached as Exhibit 1 is a true and correct copy of the Indenture, dated as of  
9 October 15, 2001, between Finisar Corporation and U.S. Bank Trust National Association,  
10 relating to the issuance of the 5 1/4% Convertible Subordinated Notes due 2008. The Indenture  
11 language cited in the Response is identical in all material respects among the three indentures  
12 referenced in the Response.

13 3. Attached as Exhibit 2 is a true and correct copy of excerpts from the transcript of  
14 the 30(b)(6) deposition of Diana L. Jacobs on March 26, 2008, which has been redacted to  
15 remove information designated confidential in the Stipulated Protective Order.

16 4. Attached as Exhibit 3 is a true and correct copy of my letter, as counsel to U.S.  
17 Bank, to L. Rex Sears, as counsel to Finisar Corporation, dated May 20, 2008.

18 I declare under penalty of perjury under the laws of the United States that the foregoing is  
19 true and correct.

20 Executed this 27th day of May, 2008, at Minneapolis, Minnesota.

21 By: // s //  
22 Edward T. Wahl

23  
24 I, D. Anthony Rodriguez, am the ECF User whose ID and password are being used to file  
25 this ADR Certification. In compliance with General Order 45, X.B., I hereby attest that Diana  
26 Jacobs and Michael B. Fisco have concurred in this filing.

27  
28 By: /s/ D. Anthony Rodriguez  
D. Anthony Rodriguez